

FOX MICHAEL W
Form 3
August 25, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|--|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>FOX MICHAEL W</p> <p>(Last) (First) (Middle)</p> <p>C/O JAMBA, INC., 6475 CHRISTIE AVENUE, SUITE 150</p> <p>(Street)</p> <p>EMERYVILLE, CA 94608</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/14/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>JAMBA, INC. [JMBA]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, General Counsel</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| COMMON STOCK | 1,900 | I | by IRA |
| COMMON STOCK | 6,000 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

Edgar Filing: FOX MICHAEL W - Form 3

| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| STOCK OPTION | Â (1) | 04/05/2015 | COMMON STOCK | 14,414 | \$ 7.81 | D | Â |
| STOCK OPTION | Â (2) | 11/29/2016 | COMMON STOCK | 30,000 | \$ 11.36 | D | Â |
| STOCK OPTION | Â (3) | 12/07/2017 | COMMON STOCK | 14,000 | \$ 4.48 | D | Â |
| STOCK OPTION | Â (4) | 12/07/2017 | COMMON STOCK | 11,900 | \$ 4.48 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOX MICHAEL W C/O JAMBA, INC. 6475 CHRISTIE AVENUE, SUITE 150 EMERYVILLE, CA 94608 | Â | Â | Â SVP, General Counsel | Â |

Signatures

Christina Lui, Attorney-in-fact for Michael W. Fox 08/25/2008

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This option is fully vested.
- (2) Of the 30,000 options, 25% vested on 11/29/2007 and the remaining 22,500 options will vest equally and become exercisable on each of 11/29/2008, 11/29/2009 and 11/29/2010.
- (3) Of the 14,000 options, 25% will vest and become exercisable on each of 12/7/2008, 12/7/2009, 12/7/2010 and 12/7/2011.
- (4) All 11,900 options will vest and become exercisable on 12/7/2008 upon achievement of certain performance metrics.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.